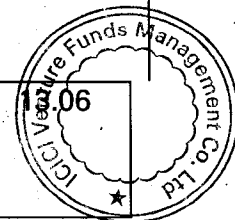


**Format for Disclosures under Regulation 29(1) of SEBI
(Substantial Acquisition of Shares and Takeovers)
Regulations, 2011**

1. Name of the Target Company (TC)	Adlabs Entertainment Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	India Advantage Fund-S3 I (through IDBI Trusteeship Services Limited as Trustee)		
3. Whether the acquirer belongs to Promoter/Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited (BSE) National Stock Exchange of India Limited (NSE)		
5. Details of the acquisition of shares/voting rights/holding of the Acquirer and PAC	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of
<u>Before the acquisition under consideration, holding of:</u>			
a) Shares carrying voting rights	4	0.00	0.00
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	--	--	--
c) Voting rights (VR) otherwise than by equity shares	--	--	--
d) ~~Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)~~	1,439,999	--	13.06
e) Total (a+b+c+d)	1,440,003	0.00	13.06



Details of acquisition			
a) Shares carrying voting rights acquired	10,434,775	13.06	13.06
b) VRs acquired otherwise than by equity shares	--	--	--
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	--	--	--
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	--	--	--
e) Total (a+b+c+/-d)	10,434,775	13.06	13.06
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	10,434,779	13.06	13.06
b) VRs otherwise than by equity shares	--	--	--
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	--	--	--
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	--	--	--
e) Total (a+b+c+d)	10,434,779	13.06	13.06
6. Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Allotment of equity shares on conversion of compulsorily convertible debentures.		
7. Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	1,439,999 fully paid up compulsorily convertible debentures of Rs.1,000 each, which were issued by Adlabs Entertainment Limited and was converted to 10,434,775 Equity Shares of face value of Rs. 10/- each		

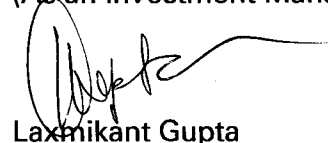


8. Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	Compulsorily Convertible Debentures were converted to Equity Shares on January 30, 2015.
9. Equity share capital / total voting capital of the TC before the said acquisition	48,463,135 Equity Shares of face value of Rs. 10/- each
10. Equity share capital/ total voting capital of the TC after the said acquisition	79,897,810 Equity Shares of face value of Rs. 10/- each
11. Total diluted share/voting capital of the TC after the said acquisition	79,897,810 Equity Shares of face value of Rs. 10/- each

Note:

Disclosure is made as Adlabs Entertainment Limited equity shares are listed on NSE and BSE w.e.f. April 06, 2015. There is no fresh transaction in equity shares of Adlabs Entertainment Limited by India Advantage Fund S3 I after listing of shares.

for ICICI Venture Funds Management Company Limited
(As an Investment Manager of India Advantage Fund-S3 I)



Laxmikant Gupta

Sr. Vice President – Risk & Compliance Officer

Place: Mumbai





Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

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